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# GOVERNMENT GAZETTE

## BOLETIM OFICIAL

### GOVERNMENT OF GOA, DAMAN AND DIU

Secretariat

#### ORDER

Sanction is hereby accorded to the Rules of the «Goa Automobile & Machinery Spare Parts Dealer's Association» with its head office at Margão, which have 32 numbers and are signed by the Director of Civil Administration Services.

By order and in the name of the Lieutenant Governor of Goa, Daman and Diu.

P. J. Fernandes  
Chief-Secretary

Panjim, 29th October, 1963.

#### PREAMBLE

As the Goa Chamber of Commerce and Industry is primarily concerned with the looking after of interests of the business community in general, the automobile and machinery spare parts dealers of Goa finding it necessary to establish cordial relations and promote co-operation among themselves, so also to tackle any problems of common interest facing them and to promote, support and protect other matters of common interest concerning any or all of them, through a duly representative body of their own do hereby form an Association the constitution of which would be as follows:

#### Constitution

##### 1. Name

The name of this Association shall be «Goa Automobile & Machinery Spare Parts Dealers' Association».

##### 2. Office

The Registered office of this Association shall be situated at Margao.

##### 3. Objects

The objects for which this Association is formed are:

a) To promote, support, protect and maintain the common interests of person or persons, firms and

companies connected with the automobile and machinery spare parts trade or commerce in the form of sale or purchase, wholesale or retail and import with a view to their adopting a common policy and collectively taking such steps as may be deemed necessary or expedient to further and safeguard the interests of this trade or commerce.

b) To establish cordial relations and promote friendly feelings and co-operation among dealers engaged in sale or purchase, wholesale or retail, import of automobiles and machinery and/or their spare parts.

c) To consider all questions relating to the rights and privileges of automobile and machinery spare parts dealers and find ways and means of removing their difficulties and to make representation to the Authorities of Central, State or Local Governments and to Authorities of any public or private institutions or organisations in India or abroad.

d) To enter into any arrangements with the Central, State or Local Governments or any other public or private authorities that may seem conducive to all or any of the objects of the Association.

e) To represent officially the views of the members on any matters affecting or likely to affect the automobile and machinery spare parts business to the Central, State or Local Governments, Chambers of Commerce and any other public or private authority.

f) To promote or oppose legislative or other measures affecting the automobile and machinery spare parts business.

g) To advise or represent to Governments, Local Authorities and Public Bodies on the policies adopted by them in relation to their effects on this trade or commerce.

h) To devise means to take steps in deciding disputes between members of Association, or between members and other merchants, manufacturers, shippers, commission agents, indent houses, or such other outside party or institution in relation to trade and also with landlords of places occupied by members in connection with rent etc. and to enforce such decisions on members and to penalise those who act contrary to such decisions.

i) To protect members from fraudulent transactions or being duped by any individual firm, corporation or persons, and to assist members in recovering and collecting their dues from their

clients, and to attain the above objects, to invite information from members about defaulters or bad paymasters, to maintain a list of such defaulters, to circulate such information to members from time to time, and to ask members to stop dealing with any or all of such defaulters for such time as may be necessary and to take henceforth such other steps as may be necessary.

j) To collect statistics and other information regarding the import, export, manufacture or trade in automobiles, machinery and their spare parts in India and abroad.

k) To propagate information useful to this trade or commerce by lectures, discussions, books, periodicals, correspondence or otherwise.

l) To extend the objects and activities of the Association throughout India but to confine the membership only to the territory of Goa.

m) To purchase, take on lease or in exchange or otherwise acquire any movable or immovable property, rights or privileges which may be deemed necessary or convenient for any of the purposes of this Association.

n) To take any gift or property whether subject to any trust or not for any or more of the objects of the Association.

o) To take any steps by personal or written appeals or otherwise as may from time to time be deemed expedient for the purpose of procuring contributions to the Funds of the Association, in the shape of donations, annual subscriptions or otherwise.

p) To sell, improve, manage, develop, exchange, loan, sublet, mortgage, dispose of, turn to account or otherwise deal with all or any part of the property of the Association.

q) To draw, make, accept, endorse, discount and execute negotiable instruments, mercantile documents or documents of title to goods.

r) To invest the money of the Association in any scheduled bank.

s) To maintain and employ staff for carrying out the work of this Association and remunerate such staff, to provide for betterment and well-being of such staff and to make provisions by way of Provident Fund or Funds, gratuities and such other things whether coming under Governmental Regulations or not.

t) To do all such other lawful acts as may be conducive for the maintenance and increase of the trade and commerce in automobile and machinery spare parts or incidental to the attainment of the above objects or any of them;

Provided that the Association shall not support or impose any regulations or restrictions, which, if an object of the Association, would make it a trade union; and

u) Generally to do all that may be necessary in the interest of the realisation of the objects of this Association, directly or indirectly, or to decide on any matter or matters as affecting this trade or commerce or to formulate policy or policies on such matters that may be ruinous to the trade or commerce and generally to perform such service or services by this Association as is in the interest of this Trade of Goa and to work actively in this connection.

#### 4. Official year

The official year of this Association for accounting and other purposes shall be from 1st April to 31st March.

#### 5. Membership

Any individual, firm, private or public company engaged in the trade, wholesale or retail and import of automobile and machinery spare parts shall be eligible for membership of this Association.

#### 6. Fees for membership

a) Applicant who desires to be a member of this Association shall pay, on being admitted as a member, in advance, a sum of rupees one hundred as admission fee, which shall not be refundable under any circumstances

b) Every member shall pay a sum of rupees one hundred as annual fee, in full or two instalments, in the months of April and October of the official year.

#### 7. Procedure for membership

A prescribed application form for membership of this Association (copy attached) shall be supplied to an intending applicant, who should fill up the particulars in the form and return the same to the Secretary of the Managing Committee, duly proposed and seconded by any two members of this Association, together with the amount of admission fee and membership fee above mentioned. The Secretary shall submit the application to the Managing Committee at the next meeting for consideration and approval.

#### 8. Resignation from membership

Any member wishing to resign or quit from membership of this Association shall give the Secretary a notice in writing of his intention to resign or quit membership and until such notice is given, he shall be deemed to be a member of this Association.

#### 9. Disqualification of a member

A member shall, *ipso facto* cease to be a member and his name shall be removed from the Register of Members in the following cases:

a) In case of an individual upon his death provided there be no successor, and in case of a firm or a company, upon its dissolution or winding up;

b) If an individual is expelled, adjudicated an insolvent or becomes of unsound mind; or

c) If he fails or they fail to pay the prescribed fees for membership within the specified time of the commencement of the due date.

#### 10. Privileges of members

A member of this Association shall be entitled:

a) To obtain publication of the Association on the terms fixed by the Managing Committee;

b) To cast one vote at all general meetings of the Association or on any matter referred to the General Body of members by regulars;

c) To be elected a member of the Managing Committee of the Association.

#### 11. Membership representation

Any firm or company shall nominate one person as its representative at a time and such representative as registered with the Association shall exercise voting rights of the members. Any firm or company shall have right to change its representative at any time by giving prior written notice for the same, by registered post.

## 12. General meeting

### A) Annual General Meeting:

There shall be held an annual general meeting of the Association within three months of the commencement of the following official year to transact the following business:

- a) To confirm minutes of previous general meeting (s), if any.
- b) To adopt the Annual Report and the audited Income and Expenditure Account and Balance Sheet drawn as at the close of the official year.
- c) To appoint an Auditor or Auditors for the ensuing year with or without remuneration.
- d) To declare the election results of the members of the Managing Committee, and
- e) To transact such other business as placed on the Agenda on behalf of the Managing Committee and/or of which notice shall have been given by any member, seven clear days before the date fixed for the annual General Meeting and of which the Secretary shall have given notice to the members two days before the date of the meeting, but this shall exclude anything pertaining to any change in the Constitution.

### B) Ordinary or Special General Meeting:

- a) An ordinary General Meeting of members shall be held soon after the end of six months of the commencement of the official year to record the work done by the Managing Committee during the period.
- b) A special General Meeting of members may also be convened whenever the Managing Committee may deem fit or on a requisition in writing by at least ten members of the Association stating the object of the meeting.
- c) If the Managing Committee does not, within eight days from the date of the deposit of a valid requisition in regard to any matters, proceed duly to call a special General Meeting for the consideration of these matters, the meeting may be called by the requisitionists themselves in the same manner as nearly as possible as that in which meetings are to be called by the Managing Committee, but shall not be held after the expiration of thirty days from the date of the deposit of the requisition.

### 13. Notice of general meeting

Fifteen days clear notice for the annual General Meeting or ordinary General Meeting shall be given to the members specifying the day, hour, place, and the Agenda of the meeting and eight days clear notice shall be given for convening a special General Meeting unless such meeting is urgent, in which case it can be convened at shorter term notice, at the sole discretion of the President.

### 14. Quorum

At least one-third of the members or their nominated representatives personally present shall be deemed to be a quorum for all General Meetings, whether annual, ordinary or special.

### 15. Adjournment for general meetings

If within twenty minutes from the time fixed for the General Meeting other than a special General meeting convened on a requisition by members, the requisite quorum is not formed, such meeting shall stand adjourned and the Chairman at such meetings shall fix the first Sunday after six days of adjourn-

ment, at the same time and place for holding it to discuss the same Agenda. If on such second occasion, after thirty minutes of the appointed time, requisite quorum is not formed the meeting shall continue with the members present. In the case of any special General Meeting convened on a requisition, in the absence of the quorum, within twenty minutes of the appointed time, the said meeting shall be considered dissolved.

## 16. Chairman

The President of the Association shall preside as the Chairman at all General Meetings but if he is not present within fifteen minutes from the time of holding the meeting, the Vice-President shall preside. In the absence of the President and Vice-President, the members present shall appoint as Chairman, a member from amongst those present.

### 17. Voting at general meetings

Except otherwise provided, all questions and resolutions before the General Meeting shall be decided by a majority of votes of the members by a secret ballot taken by the Chairman and the result of the ballot shall decide the fate of the question or resolution concerned. Instead of the ballot, the Chairman may also accept a poll by a show of hands. In case of a tie of votes, the Chairman shall have the right of casting vote in addition to his usual one vote. Decision thus taken shall be considered final.

But any questions or resolutions pertaining to —

- a) Change or changes in the Constitution;
- b) Amendment or modification of the resolution within three months of its passing;
- c) Vote of no confidence in the President or Vice-President or the Managing Committee as a whole, and
- d) Expulsion of a member;

Shall require a three-fourth majority of the members present and voting with a running quorum of one-third members.

### 18. Election of managing committee

The business of this Association shall be managed by the Managing Committee and unless otherwise determined by a General Meeting, the number of members of the Managing Committee shall be seven, excluding permanent or non-permanent technical adviser or advisers or solicitor appointed on the Committee. The Managing Committee shall constitute of a President, Vice-President and five other members out of whom one shall be a Treasurer and one Secretary. The seven candidates shall be elected bi-annually and the date and time of such election shall be fixed by the existing Managing Committee prior to the holding of the annual General Meeting.

### 19. Procedure for election

- a) A fifteen days' clear written notice regarding the election of the Managing Committee shall be given to all members of the Association.
- b) Before the date fixed for election, nomination papers proposed and seconded by any two members of the Association should be presented to the Secretary by each candidate.
- c) Voting shall be by secret ballot.
- d) Every member qualified to vote shall have one vote only for each candidate. No member shall be

entitled to vote by proxy. In case of equality of votes resulting in a tie, the Chairman of the Annual General Meeting shall decide by a toss of coin.

e) The elected members shall choose among themselves the office-bearers.

#### 20. Quorum of the managing committee

The quorum for any meeting of the Managing Committee shall be of three members. Where there is no quorum within twenty minutes after the appointed time, the meeting shall be adjourned to such other date and time as may be fixed by the members present within seven days but not less than three days and no quorum shall be necessary for transacting the business of the original Agenda at the next meeting so convened, provided there are two present.

#### 21. Meeting of the managing committee

All meetings of the Managing Committee shall be convened by giving at least three days clear written notice or a notice confirmed in writing to the members in ordinary course, but in case of urgency, twenty-four hours' notice shall be sufficient to convene such meeting.

The Managing Committee shall meet normally once a month to transact such business as placed on the Agenda, to dispose of all communications and references and any other work brought before it with the permission of the Chairman of the meeting. In no case there shall be a gap of two months between two meetings of the Managing Committee.

#### 22. Vacancy on managing committee

The Managing Committee shall fill up any vacant seat, should it occur in its composition, during the period of its office by co-opting any member.

#### 23. Retirement of managing committee

The Managing Committee for the Official period shall continue in office for a period of two years till its successor is appointed at the ensuing annual General Meeting and takes over charge from the former.

#### 24. Powers of the managing committee

The Managing Committee may exercise all such powers of the Association or do all such acts or things as are not by this Constitution required to be exercised by the Association in a General Meeting but no regulation made by the Association in a general meeting shall invalidate any prior act of the Managing Committee, which would have been valid if that regulation had not been made. Provided that the Managing Committee, shall not, except with the consent of the Association in General Meeting:

a) Sell, lease or otherwise dispose of the whole or substantially the whole of the Association's property.

b) Borrow moneys apart from the temporary loans obtained from the Association's Bankers in the ordinary course of business.

c) Contribute to charitable or other funds not directly relating to the business of the Association any amounts the aggregate of which will, in any financial year, exceed five per cent of its net income.

Without prejudice to the general powers conferred by the last preceding clause and so as not in any way to limit or restrict those powers, and without prejudice to the other powers conferred by this Constitution, but subject to the restrictions contained in

the last preceding clause, it is hereby declared that the Managing Committee shall have the following powers, that is to say power: —

1) To pay and charge either to the revenue or capital account of the Association all expenses lawfully incurred for and on behalf of the Association;

2) To purchase or otherwise acquire for the Association any property, rights or privileges which the Association is authorised to acquire, at or for such price of consideration and generally on such terms and conditions as the Committee may think fit; and in any such purchase or other acquisition to accept such title as members of the Managing Committee may believe or may be advised to be reasonably satisfactory;

3) At their discretion, to pay for any property, rights or privileges acquired by or services rendered to the Association either wholly or partially in cash or in securities;

4) To secure the fulfilment of any contracts or engagements entered into by the Association by mortgage or charge of all or any of the property of the Association in such manner as the Managing Committee thinks fit;

5) To appoint any person to accept and hold in trust for the Association any property belonging to the Association or in which it is interested; or for any other purposes, and to execute and do all such deeds and things as may be required in relation to any such trust and to provide for the remuneration of such trustee or trustees;

6) To institute, conduct, defend, compound or abandon any legal proceedings by or against the Association or its officers or otherwise concerning the affairs of the Association and also to compound and allow time for payment or satisfaction of any debts due and of any claims or demands by or against the Association and to refer any differences to arbitration and observe and perform any awards made thereon;

7) To make and give receipts, releases and other discharges for moneys payable to the Association and for the claims and demands of the Association;

8) To invest and deal with any moneys of the Association not immediately required for the purposes thereof, upon securities mentioned or referred to in section 20 of the Indian Trust Act and in such manner as the Managing Committee may think fit and from time to time to vary or realise such investments save all investments shall be made and held in the Association's name;

9) To determine from time to time who shall be entitled to sign on this Association's behalf, bills, notes, receipts, acceptances, endorsements, cheques, releases, contracts and documents and to give the necessary authority for such purposes;

10) To distribute by way of bonus amongst the staff of the Association and to give any officer or other person employed by the Association a commission of the profits of any particular business or transaction; and to charge such bonus or commission as part of the working expenses of the Association;

11) To provide for the welfare of the employees or ex-employees of the Association and wives, widows and families or the dependants or connections of such persons, by grants of money, pensions, gratuities, allowances, bonus or other payments or by creating and from time to time subscribing or contributing to provident and other associations, institutions, funds or trusts and/or by providing or subscribing or contributing towards places of instruction and recrea-

tion, hospitals and dispensaries, medical and other attendance or other assistance as the Managing Committee shall think fit; and to subscribe or contribute or otherwise to assist or to guarantee money to charitable, benevolent, religious, scientific, national or other institutions or objects which shall have any moral or other claim either by reason of locality of operation or of public and general utility or otherwise;

12) To appoint and at discretion, remove or suspend such managers, secretaries, assistants, clerks and servants, temporary or permanent, as the Managing Committee may from time to time think fit and to determine their powers, duties and fix their salaries, emoluments or remuneration;

13) To comply with the requirements of any local law which, in the opinion of the Managing Committee, shall in the interests of the Association be necessary or expedient to comply with;

14) At any time and from time to time to appoint any person or persons to be Attorney or Attorneys of the Association for such purposes and with such powers, authorities and discretions and for such period and subject to such conditions as the Managing Committee may from time to time think fit and any such appointment may be made in favour of any member or members of the Managing Committee or the Association.

Such power of Attorney may contain such powers for the protection or convenience of persons dealing with such Attorneys as the Managing Committee may think fit and may contain powers enabling any such Attorneys as aforesaid to sub-delegate all or any of the powers, authorities and discretion for the time being vested in them.

To enter into all such negotiations and contracts and rescind and vary all such contracts and execute and do all such acts, deeds and things in the name and on behalf of the Association as the Managing Committee considers expedient.

15) Generally and from time to time, and at any time, authorise, empower, or delegate to (with or without powers of such delegation) any officer or officers or employees for the time being of the Association, any of Powers authorities or discretions for the time being vested in the Managing Committee by this Constitution, subject to such restrictions or conditions, if any, as the Managing Committee, may think proper;

16) To select from time to time, or any time, delegate or delegates as representatives or correspondents in foreign markets or nominate representatives; delegates or advisors to represent the Association in any Government, public or private body, or any institution, send out trade missions and formulate, to suggest policy or policies on matters as affecting internal trade, export trade or commerce and generally to take all steps, to do all such acts or things as are required to carry out the provisions and objects of this Association.

## 25. Accounts

1) The Managing Committee shall cause to be kept proper books of account with respect to:

a) All sums of money received and expended by the Association and the matters in respect of which the receipts and expenditure take place.

b) The assets and liabilities of the Association.

The books of account shall be kept at the Registered office or at such place or places as the Managing Committee thinks fit and shall be open to inspection to any member of the Managing Committee during business hours.

2) The Managing Committee shall from time to time determine whether and to what extent and at what times and places and under what conditions or regulations, the accounts and books of the Association and any of them shall be open for inspection of members not being members of the Managing Committee and no member (not being a member of the Managing Committee) shall have any right of inspecting any accounts or book or document of the Association except as authorised by the Managing Committee or by the Association in General Meeting.

3) At least once in each year, the Managing Committee shall lay before the Annual General Meeting of the Association an audited Income and Expenditure Account and a Balance Sheet, containing a summary of the property and the assets and of the Capital and Liabilities of the Association drawn up as at the close of the official year.

4) Every such Balance Sheet shall be accompanied by a report of the Managing Committee as to the state of affairs of the Association and shall contain fullest information. The Report of the Managing Committee, shall be signed by not less than three members of the Managing Committee, one of whom shall be the President or the Vice-President. The Balance Sheet and Income and Expenditure Account shall be signed by all the members of the Managing Committee.

5) Auditor's report shall be read before the Association in General Meeting and shall be open to inspection by any member of the Association.

## 6) Documents and Notices:

a) A document or notice may be served or given by the Association on any member or an officer thereof either personally, by hand delivery or by sending it by post to him to the address supplied by him to the Association for serving documents or notices to him.

b) Where a document or notice is sent by post, service of the document or notice shall be deemed to be effected by properly addressing, prepaying postage and posting a letter containing a document or notice and such service shall be deemed to have been effected in the case of notice of a Meeting at the expiration of forty-eight hours after a letter containing the notice is posted and in any other case, at the time at which the letter would be delivered in the ordinary course of post.

c) All documents or notice to be served on or given by the members to the Association or any officer thereof shall be served or given by sending it to the Association at the Registered Office of the Association by Post under a certificate of posting or by Registered Post or by hand delivery at its Registered Office.

## 26. Minute books

The Managing Committee shall cause to be kept a minute book for regularly recording proceedings of the meetings of this Association or separate minute books or files may be kept for different kinds of proceedings such as General Meetings and Meetings of the Managing Committee.

Such minute book (s) shall be open for inspection of any member or members of the Association after giving twelve hours notice in writing to the Secretary. These minutes of the proceeding shall be recorded by the Secretary and in his absence, by another officer of this Association acting on his behalf.

### 27. Funds of the Association

All moneys and funds of the Association shall be primarily paid into a current account to be opened by the Managing Committee in a scheduled Bank in the name of the Association. Such accounts shall be operated by the Treasurer jointly with the Secretary of the Managing Committee.

### 28. Expulsion of a member

The Association may expel or disqualify any member who, in the opinion of the Association or its Managing Committee, does any act which is in contravention of the Constitution of the Association or is detrimental to its interest for any reasons, or whose activities are prejudicial to the Association provided that no member shall be so expelled or disqualified unless a resolution to that effect has been passed at a General Meeting of the Association wherein two-thirds of the members present have voted in favour of the said resolution provided a running quorum of one third members is maintained.

### 29. Notice

Notices required to be given to any members shall be deemed to have been duly given if posted at the member's address appearing in the Register of the members which shall be kept in the office.

### 30. General indemnity

The Managing Committee or any representatives of the Association appointed for specific purpose (s) shall be indemnified for anything done in a bonafide manner and shall not be personally liable for any bonafide action on behalf of the Association.

### 31. Members liability

The liability of the members is limited.

Every member of the Association undertakes to contribute to the assets of the Association in the event of the same being wound up during the time that he is a member or within a year afterwards for payment of its debts and liabilities contracted before the time at which he ceased to be a member, and for exceeding of the winding up of the same, an amount not exceeding Rs. 100/- such contribution to be an addition to all subscriptions and other moneys that may have been paid or be payable by him.

If upon winding up or dissolution of the Association there remains after the satisfaction of all debts and liabilities any property and assets whatsoever, the same shall not be paid or distributed among the members of the Association but shall be given or transferred to some other Association or institutions having objects altogether or in part similar to the objects of this Association, as may be determined by the members of the Association at or before the time of dissolution.

### 32. Changes in the constitution

Any change in this Constitution, alterations in or additions to it or general modifications or rescinding of this Constitution shall be by three-fourth majority of the members present and voting at any special General Meeting called for the purpose with due notice.

Dated, ... 196 .

To

The Secretary,

The Goa Automobile & Machinery Spare Parts Dealers' Association,

MARGAO.

Dear Sir,

We have pleasure in requesting you to enrol us as a member of the Association. We have read the Constitution of the Association and agree to abide by the same. We here-with remit Rs. ... towards our admission fee and Rs. ... towards our subscription fee.

Yours faithfully,  
(Designation)

1. Name of the firm or company: ...
2. Nature of business: ...
3. Full address: ...
4. Name in full (person who will represent): ...
5. Telephone No.: ...
6. Telegraphic Address: ...
7. Signature of the proposing member: ...
8. Signature of the seconding member: ...

N. B. The above application was approved by the Managing Committee of the Association at their meeting held on ... 196 .

Directorate of Civil Administration Services, Panjim, 31st October, 1963. — The Director, *Sripad Anant Sinai Nadkarni*.